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RECORDATION NO. **20887-A** FILED
FEB 8 '01 3-00 PM
TS
SURFACE TRANSPORTATION BOARD

lgitomer@bjllp.com

February 8, 2001

Honorable Vernon A. Williams
Secretary
Surface Transportation Board
Washington, DC 20423

Dear Secretary Williams:

I have enclosed the original and one certified copy of the document described below, to be recorded pursuant to 49 U.S.C. § 11301.

The document is a Release of Security Interest, a secondary document, dated as of January 3, 2001. The primary document to which this is connected is recorded under Recordation No. 20887. We request that one copy of this document be recorded under Recordation No. 20887-A.

The name and address of the party to the Release of Security Interest is:

Secured Party:

Wells Fargo Equipment Finance, Inc, successor by merger to Charter Financial, Inc.
155 East 53rd Street
New York, NY 10022

A description of the equipment covered by the Release of Security Interest consists of two GP-38 locomotives numbered ENR 3876 and 3877 (formerly numbered NS 2796 and 2813, respectively).

BALL JANIK LLP

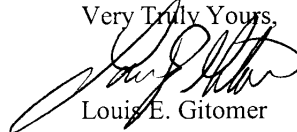
Honorable Vernon A. Williams
February 8, 2001
Page 2

A fee of \$27.00 is enclosed. Please return the original to:

Louis E. Gitomer
Of Counsel
Ball Janik LLP
Suite 225
1455 F Street, N.W.
Washington, DC 20005

A short summary of the document to appear in the index follows: a Release of Security Interest by Wells Fargo Equipment Finance, Inc, successor by merger to Charter Financial, Inc., 155 East 53rd Street, New York, NY 10022, covering two GP-38 locomotives numbered ENR 3876 and 3877 (formerly numbered NS 2796 and 2813, respectively).

Very Truly Yours,

A handwritten signature in black ink, appearing to read 'Louis E. Gitomer', is written over the typed name.

Louis E. Gitomer

Enclosures

RECORDATION NO. 20887-A FILED

FEB 8 '01 3-00 PM

RELEASE OF SECURITY INTEREST

SURFACE TRANSPORTATION BOARD


This Release, dated as of January 3, 2001, is made by Wells Fargo Equipment Finance, Inc. successor by merger to Charter Financial, Inc. ("WFEFI").

1. Reference is made to the equipment listed on Schedule A attached hereto (the "Equipment"), which is subject to the Purchase Money Security Agreement dated September 8, 1997 (the "Agreement") between Otter Tail Valley Railroad Company and WFEFI which was duly filed on September 25, 1997, with the Surface Transportation Board and having Recordation Number 20887.

2. WFEFI, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, hereby releases any and all liens, claims and other encumbrances granted pursuant to the Agreement solely on the Equipment listed on Schedule A.

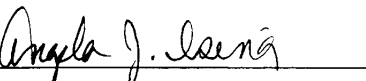
IN WITNESS WHEREOF, WFEFI has caused this Release to be duly executed by its authorized officer as of the date and year first above.

WELLS FARGO EQUIPMENT FINANCE, INC.
SUCCESSOR BY MERGER TO CHARTER FINANCIAL, INC.

By: 
Name: James M. Giaimo
Title: Vice President

STATE OF New York)
)ss:
COUNTY OF New York)

On this 3rd day of January, 2001, before me personally appeared James M. Giaimo, to me personally known, who, being by me duly sworn, did say that he is Vice President of Wells Fargo Equipment Finance, Inc., that the foregoing document was signed on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of said instrument was the free act and deed of the corporation.

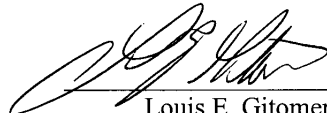

NOTARY PUBLIC
ANGELA J. ISING
Notary Public, State of New York
No. 47005-18
Qualified in Rockland County
Certificate Filed in New York County
Commission Expires Sept. 30, 2001

SCHEDULE A

GP-38 NS 2796	now	ENR 3876
GP-38 NS 2813	now	ENR 3877

CERTIFICATION

I, Louis E. Gitomer, have compared this copy to the original Release of Security Interest dated as of January 3, 2001 and found the copy to be complete and identical in all respects to the original document. I declare under penalty of perjury that the foregoing is true and correct.



Louis E. Gitomer
February 8, 2001